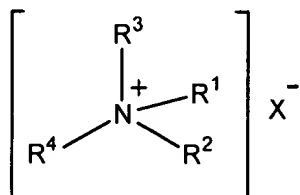


**Amendments to the Claims:**

Please cancel claims 13 and 35. Please amend claims 1, 8-10, 14 and 20 as follows. The changes in these claims are shown with ~~strikethrough~~ for deleted text and underlines for added text. A complete listing of the claims is listed below with proper claim identifiers.

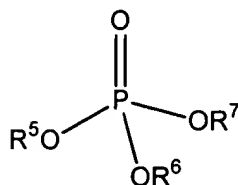
**Listing of Claims:**

1. (Currently Amended) A composition, comprising:  
a quaternary ammonium compound of formula (I)



(I); and

a phosphate ester of formula (II);



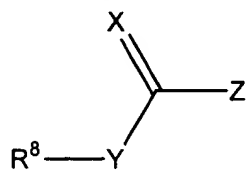
(II);

wherein  $R^1$ ,  $R^2$ ,  $R^3$ ,  $R^4$  are independently a hydrocarbyl group selected from the group consisting of alkyl, alkenyl and alkynyl groups;

$X^-$  is selected from the group consisting of halide and sulfate; and

$R^5$  ~~is a polyoxyalkylated branched alcohol~~, and  $R^6$ , and  $R^7$  are independently selected from the group consisting of hydrogen, a hydrocarbyl group, and a polyoxyalkylated alcohol; and

further comprising a thiocarbonyl compound of formula (III)



(III);

wherein R<sup>8</sup> is selected from the group consisting of metal ion, ammonium ion, hydrocarbyl, and heterohydrocarbyl;

X and Y are independently selected from the group consisting of oxygen and sulfur such that at least one of X and Y is sulfur;

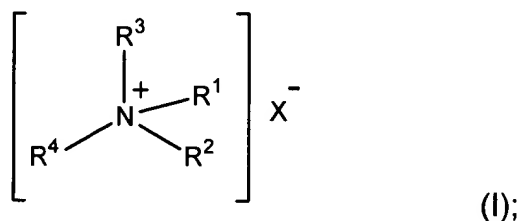
Z is selected from the group consisting of OR<sup>9</sup> and NR<sup>10</sup>R<sup>11</sup>; and

R<sup>9</sup>, R<sup>10</sup>, and R<sup>11</sup> are independently selected from the group consisting of hydrocarbyl and heterohydrocarbyl.

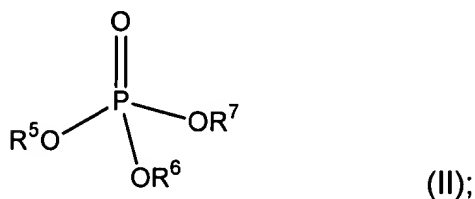
2. (Original) The composition of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> contain from 1 to 6 carbon atoms; and R<sup>3</sup> and R<sup>4</sup> contain from 7 to 20 carbon atoms.
3. (Original) The composition of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> contain from 1 to 5 carbon atoms; and R<sup>3</sup> and R<sup>4</sup> contain from 7 to 15 carbon atoms.
4. (Original) The composition of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> contain from 1 to 3 carbon atoms; and R<sup>3</sup> and R<sup>4</sup> contain from 8 to 12 carbon atoms.
5. (Original) The composition of claim 1, wherein R<sup>1</sup> and R<sup>2</sup> are decyl; and R<sup>3</sup> and R<sup>4</sup> are methyl.
6. (Previously presented) The composition of claim 5, wherein X<sup>-</sup> is a halide.
7. (Previously presented) The composition of claim 5, wherein X<sup>-</sup> is chloride.
8. (Currently Amended) The composition of claim 1, wherein R<sup>5</sup> is a polyoxyalkylated alcohol of ~~comprises~~ from 2 to 500 carbon atoms.
9. (Currently Amended) The composition of claim 8, wherein R<sup>5</sup> the polyoxyalkylated alcohol comprises an alcohol portion of from 1 to 20 carbon atoms.
10. (Currently Amended) The composition of claim 8, wherein R<sup>5</sup> the polyoxyalkylated alcohol comprises an alcohol portion of from 6 to 14 carbon atoms.

11. (Original) The composition of claim 8, wherein  $R^6$  and  $R^7$  are hydrogen.
12. (Original) The composition of claim 1, wherein the phosphate ester is poly(oxy-1,2-ethandiyl) tridecyl hydroxy phosphate.
13. (Cancelled)
14. (Currently Amended) The composition of claim ~~43~~ 1, wherein X is sulfur.
15. (Original) The composition of claim 14, wherein Z is  $NR^{10}R^{11}$ .
16. (Original) The composition of claim 15, wherein  $R^{10}$  and  $R^{11}$  are independently hydrocarbyl groups of from 1 to 10 carbon atoms.
17. (Original) The composition of claim 15, wherein  $R^{10}$  and  $R^{11}$  are independently hydrocarbyl groups of from 1 to 5 carbon atoms.
18. (Original) The composition of claim 16, wherein Y is sulfur.
19. (Original) The composition of claim 18, wherein  $R^8$  is a metal ion.
20. (Currently Amended) The composition of claim ~~43~~ 1, wherein the thiocarbonyl compound is potassium dimethyl dithiocarbamate.
21. (Original) The composition of claim 1, further comprising a solvent.
22. (Original) The composition of claim 1, further comprising at least one additive selected from the group consisting of a supplemental corrosion inhibitor, a scale inhibitor, a surfactant, a biocide, a foamer, and an oxygen scavenger.

23. (Previously presented) A composition, comprising:  
a quaternary ammonium compound of formula (I)

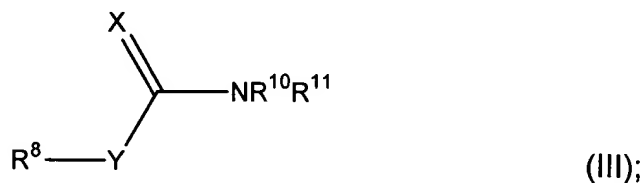


wherein  $\text{R}^1$ ,  $\text{R}^2$ ,  $\text{R}^3$ ,  $\text{R}^4$  are independently a hydrocarbyl group;  
a phosphate ester of formula (II);



wherein  $\text{X}^-$  is selected from the group consisting of halide and sulfate; and

$\text{R}^5$ ,  $\text{R}^6$ , and  $\text{R}^7$  are independently selected from the group consisting of hydrogen, a hydrocarbyl group, and a polyoxyalkylated alcohol; and  
a thiocarbonyl compound of formula (III);



wherein  $\text{R}^8$  is selected from the group consisting of metal ion, ammonium ion, hydrocarbyl, and heterohydrocarbyl;

X and Y are selected from the group consisting of oxygen and sulfur, such that at least one of X and Y is sulfur; and

$\text{R}^{10}$  and  $\text{R}^{11}$  are independently selected from the group consisting of hydrocarbyl and heterohydrocarbyl.

24. (Original) The composition of claim 23, wherein  
R<sup>1</sup> and R<sup>2</sup> are independently a hydrocarbyl group of from 1 to 6 carbon atoms;  
R<sup>3</sup> and R<sup>4</sup> are independently a hydrocarbyl group of from 7 to 20 carbon atoms;  
R<sup>5</sup> is a polyoxyalkylated alcohol of from 2 to 500 carbon atoms;  
R<sup>6</sup> and R<sup>7</sup> are independently hydrogen or a hydrocarbyl group of from 1 to 20 carbon atoms;  
X is sulfur; and  
R<sup>10</sup> and R<sup>11</sup> are independently hydrocarbyl groups of from 1 to 10 carbon atoms.

25. (Original) The composition of claim 23, wherein the quaternary ammonium compound is didecyl dimethyl ammonium chloride; the phosphate ester is poly(oxy-1,2-ethandiyl) tridecyl hydroxy phosphate; and the thiocarbonyl compound is potassium dimethyl dithiocarbamate.

26. (Original) The composition of claim 23, further comprising a solvent.

27. (Original) The composition of claim 26, further comprising at least one additive selected from the group consisting of a supplemental corrosion inhibitor, a scale inhibitor, a surfactant, a biocide, a foamer, and an oxygen scavenger.

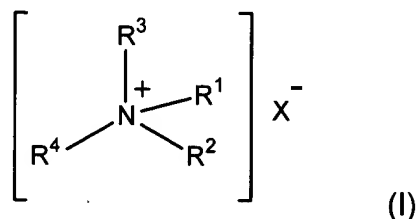
28. (Previously presented) The composition of claim 27, wherein  
the quaternary ammonium compound is present at 1-92% by weight;  
the phosphate ester is present at 1-92% by weight;  
the thiocarbonyl compound is present at 1-92% by weight;  
the solvent is present at 5-95% by weight; and  
the at least one additive is present at 1-92% by weight.

29. (Previously presented) The composition of claim 27, wherein  
the quaternary ammonium compound is present at 1-50% by weight;  
the phosphate ester is present at 1-50% by weight;  
the thiocarbonyl compound is present at 1-50% by weight;  
the solvent is present at 20-80% by weight; and  
the at least one additive is present at 1-50% by weight.
30. (Previously presented) The composition of claim 27, wherein  
the quaternary ammonium compound is present at 1-20% by weight;  
the phosphate ester is present at 1-20% by weight;  
the thiocarbonyl compound is present at 1-20% by weight;  
the solvent is present at 50-75% by weight; and  
the at least one additive is present at 1-20% by weight.
31. (Original) The composition of claim 27, wherein the quaternary  
ammonium compound, the phosphate ester, and the thiocarbonyl compound are  
present at a 1:1:1 ratio by volume.
32. (Original) A method of inhibiting corrosion of iron and ferrous base  
materials, comprising:  
contacting a material with the composition of claim 1.
33. (Original) A method of inhibiting corrosion of iron and ferrous base  
materials, comprising:  
contacting a material with the composition of claim 23.
34. (Original) A method of inhibiting corrosion of iron and ferrous base  
materials, comprising:  
contacting a material with the composition of claim 25.

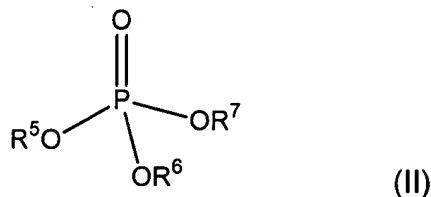
35. (Cancelled)

36. (Previously presented) A method of making a corrosion inhibitor, comprising

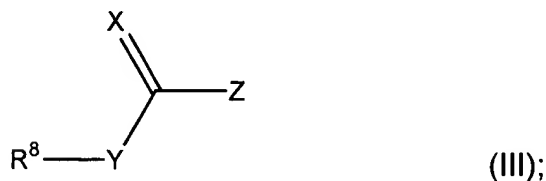
combining a quaternary ammonium compound of formula (I)



with a phosphate ester of formula (II)



and further with a thiocarbonyl compound of formula (III)



wherein  $\text{R}^1$ ,  $\text{R}^2$ ,  $\text{R}^3$ ,  $\text{R}^4$  are independently a hydrocarbyl group;

$\text{X}^-$  is selected from the group consisting of halide and sulfate;

$\text{R}^5$ ,  $\text{R}^6$ , and  $\text{R}^7$  are independently selected from the group consisting of hydrogen, a hydrocarbyl group, and a polyoxyalkylated alcohol;

$\text{R}^8$  is selected from the group consisting of metal ion, ammonium ion, hydrocarbyl, and heterohydrocarbyl;

X and Y are independently selected from the group consisting of oxygen and sulfur such that at least one of X and Y is sulfur;

Z is selected from the group consisting of  $\text{OR}^9$  and  $\text{NR}^{10}\text{R}^{11}$ ; and

$\text{R}^9$ ,  $\text{R}^{10}$ , and  $\text{R}^{11}$  are independently selected from the group consisting of hydrocarbyl and heterohydrocarbyl.